

Fill in this information to identify the case:

Debtor name GIGA WATT INC

United States Bankruptcy Court for the: EASTERN DISTRICT OF WASHINGTON

Case number (if known) 18-03197-FPC11

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business To be supplemented.

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2018 to Filing Date

☐ Operating a business
☐ Other _____

Unknown

For prior year:
From 1/01/2017 to 12/31/2017

☐ Operating a business
☐ Other _____

Unknown

For year before that:
From 1/01/2016 to 12/31/2016

☐ Operating a business
☐ Other _____

Unknown

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. Douglas County PUD 1151 Valley Mall Pkwy East Wenatchee, WA 98802	9/5/18 through 11/19/18	\$252,944.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other ____
3.2. Washington Technology Ind. Association PO Box 6 Mukilteo, WA 98275	9/6/18 to 11/6/18	\$72,326.42	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other ____
3.3. MLDC 1, LLC 10622 227th Ave SE Monroe, WA 98272	9/6/18 - 10/29/18	\$274,259.83	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____
3.4. Giga Plex, LLC 10622 227th Ave SE Monroe, WA 98272	9/6/18 - 10/29/18	\$436,142.98	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____
3.5. TNT Business Complexes, LLC 380 Leslie Way East Wenatchee, WA 98802	9/7/18 - 11/9/18	\$33,700.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____
3.6. Custom Cables 3221 Cherry Palm Dr. Tampa, FL 33619	9/24/18 - 10/23/18	\$28,455.73	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____
3.7. Port of Douglas County 1 South Campbell Pkwy, Suite D East Wenatchee, WA 98802	9/27/18 - 10/10/18	\$19,876.77	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other ____
3.8. Sigma Six Solutions 2200 West Valley Hwy N Suite 100 Auburn, WA 98001	10/3/18	\$13,589.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other ____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.9. Executive Flight, Inc. 1 South Campbell Pkwy East Wenatchee, WA 98802	10/4/18 - 10/17/18	\$24,756.32	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other
3.10 Jones Lang LaSalle Brokerage Inc 71700 Treasury Center Chicago, IL 60694	10/4/18	\$25,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other
3.11 JDSA PO Box 1688 Wenatchee, WA 98807	10/16/18	\$9,200.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other
3.12 Anton Griev Rozhdestvenskaya 22 25 111674 Moscow, Russia	10/4/18	\$9,722.40	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other
3.13 Consolidated Electric Distributors Inc PO Box 398830 San Francisco, CA 94139	10/10/18	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other
3.14 NC Macinery PO Box 58201 Tukwila, WA 98138	10/23/18	\$6,686.19	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other

4. **Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None. To be supplemented.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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5. **Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Describe of the Property	Date	Value of property
Belyea Company 2200 Northwood Ave Easton, PA 18045	Switchgear transformers		\$0.00
NC Machinery PO Box 58201 Tukwila, WA 98138	Telehandler forklift		\$0.00

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Debtor, Giga Watt, Inc. Plaintiff, Port of Douglas County, Washington 18-2-00378-09	Collection	Superior Court of Douglas County 203 S. Rainier St. Rainier, WA 98858	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Debtor, Giga Watt, et al Plaintiff, Refael Sofair 2:18-cv-00308-SMJ	Civil	U.S. District Court (Spokane) 920 W Riverside Ave Spokane, WA 99201	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3. Debtor, Giga Watt Plaintiff, Alex McVicker, Mark Moss, Raymond Balestra, et al 2:18-cv-00103-SMJ	Civil	U.S. District Court (Spokane) 920 W. Riverside Ave Spokane, WA 99201	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4. Debtor Giga Watt, Inc. Plaintiff US SEC MC-08502	Civil	Chicgo Regional Office 175 W Jackson Blvd Suite 1450 Chicago, IL 60604	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.5. Debtor Giga Watt, Inc. Plaintiff Marc Joyce	Civil	Superior Court California, Napa County 825 Brown St. Napa, CA 94559	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions**

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

	Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1.	Luis FLOres PO Box 4161 Wenatchee, WA 98801	Gift towards health care of his mother	6/1/18	\$5,000.00
	Recipients relationship to debtor Employee			
9.2.	Heather Mulhall 312 N Newton Ave East Wenatchee, WA 98802	Gift to assist transportation home for father's stroke	8/7/18	\$2,500.00
	Recipients relationship to debtor Employee			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None **To be supplemented.**

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.		
	List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Winston & Cashatt, Lawyers 601 W. Riverside Ave., #1900 Spokane, WA 99201		November 19, 2018	\$15,085.00
	Email or website address https://winstoncashatt.com			
	Who made the payment, if not debtor? Andrey Kuzenny			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address

Dates of occupancy
From-To

14.1. **1 South Campbell Pkwy
East Wenatchee, WA 98802**

March 2017 - November 2018

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:
- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

☐ No.

☒ Yes. State the nature of the information collected and retained.

**Emails (contact information only), contact information for cold wallet
storage**

Does the debtor have a privacy policy about that information?

☒ No

☐ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
 Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	Wells Fargo 337 Valley Mall Pkwy East Wenatchee, WA 98802	XXXX-6473	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___	9/20/17	\$151,493.39
18.2.	Numerica 477 Grant Rd East Wenatchee, WA 98802	XXXX-0100	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___		\$17,889.92
18.3.	UMQUA 101 E 4th Ave Moses Lake, WA 98837	XXXX-1317	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___	1/5/18	\$3,500,000.00
18.4.	Bank of America 2101 S Hacienda Blvd Hacienda Heights, CA 91745	XXXX-2587	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___	11/2018	\$1,114.78

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None**Facility name and address**

East Wenatchee Mini Storage
423 Rock Island Rd
East Wenatchee, WA 98802

Names of anyone with access to it

Heather Mulhall
312 N. Newton Ave
East Wenatchee, WA
98802

George Turner
1223 Second Ave
Ephrata, WA 98823

Description of the contents

Personnel Records and
Financial Records

Do you still have it?

☐ No
☒ Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None**Owner's name and address**

ALL MINERS HELD FOR CUSTOMERS

Location of the property**Describe the property**

Will provide customer contact
upon request

Value

Unknown

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title
Case number

Court or agency name and
address

Nature of the case**Status of case****23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- ☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and
address

Environmental law, if known**Date of notice****24. Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

Business name address

Describe the nature of the business

Employer identification number

Do not include Social Security number or ITIN.

Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address

Date of service
From-To

26a.1. August Edge
521 S Chelan Ave
Wenatchee, WA 98801

March 2017 -
September 2017

26a.2. Duffy Kruspodin, LLP
21600 Oxnard St Suite 200
Woodland Hills, CA 91367

February 2018 to
Present

26a.3. Zoom, Inc.
16577 Bosque Dr.
Encino, CA 91436

September 2017 -
September 2018

26a.4. Timur Usmanov - CFO

August 2017 -
August 2018

26a.5. Mike Olmstead

May 2017 -
September 2018

26a.6. Heather Mulhall
312 N Newton Ave
East Wenatchee, WA 98802

June 2017 to
Present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address

Date of service
From-To

26b.1. August Edge
521 S Chelan Ave
Wenatchee, WA 98801

March 2017 -
September 2017

Name and address

Date of service
From-To

26b.2. Duffy Kruspodin, LLP
21600 Oxnard St Suite 2000
Woodland Hills, CA 91367

February 2018 to
Present

Name and address	Date of service From-To
26b.3. ZOOM, Inc. 16577 Bosque Dr. Encino, CA 91436	September 2017 to September 2018
Name and address	Date of service From-To
26b.4. Timur Usmanov - CRO	August 2017 - August 2018
Name and address	Date of service From-To
26b.5. Mike Olmstead	May 2017 - September 2018
Name and address	Date of service From-To
26b.6. Heather Mulhall 312 N Newton Ave East Wenatchee, WA 98802	June 2017 - Present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. ZOOM, Inc. 16577 Bosque Dr Encino, CA 91436	
26c.2. Duffy Kruspodin, LLP 21600 Oxnard St Suite 2000 Woodland Hills, CA 91367	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address
26d.1. Atlas Company

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
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28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
George Turner		Managing Director	0%

Name	Address	Position and nature of any interest	% of interest, if any
David Carlson		Partner	10%
Name	Address	Position and nature of any interest	% of interest, if any
Andrey Kuzenny		Partner	30%
Name	Address	Position and nature of any interest	% of interest, if any
Eduard Khaptahaev		Partner	30%
Name	Address	Position and nature of any interest	% of interest, if any
Leonid Markin		Partner	30%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Timur Usmanov		CFO	August 2017 to August 2018
Name	Address	Position and nature of any interest	Period during which position or interest was held
Anton Orlov		COO	June 2017 to September 2018

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation	Employer identification number of the parent corporation
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32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer identification number of the parent corporation

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 10, 2018

Signature of individual signing on behalf of the debtor


ANDREY KUZENNY

Printed name

Position or relationship to debtor SecretaryAre additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?☒ No☐ Yes